

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
Meier's Wine Cellars Acquisition, LLC, <i>et al.</i> , ¹) Case No. 24-11575 (MFW)
)
Debtors.) (Jointly Administered)
)
	Obj. Deadline: February 18, 2025 at 4:00 p.m. (ET)

**COVER SHEET TO FIFTH MONTHLY FEE STATEMENT OF
KATTEN MUCHIN ROSENMAN LLP AS COUNSEL TO
DEBTOR VINTAGE WINE ESTATES, INC. ON BEHALF OF AND AT THE
SOLE DIRECTION OF THE INDEPENDENT DIRECTORS FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD OF DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

Name of Applicant:	Katten Muchin Rosenman LLP
Authorized to provide professional services to:	Debtor Vintage Wine Estates, Inc. on Behalf of and at the Sole Direction of the Independent Directors
Date of bankruptcy filing:	July 24, 2024
Date of retention order:	September 3, 2024, effective <i>nunc pro tunc</i> to July 24, 2024
Period for which compensation and reimbursement are sought:	December 1, 2024, through December 31, 2024
Amount of compensation sought as actual, reasonable, and necessary:	\$5,192
Amount of expense reimbursement sought as actual, reasonable, and necessary:	\$8,273.30
Type of fee statement or application:	Monthly Fee Statement
Prior Applications:	July-August 2024 Monthly Fee Statement [Docket No. 424] September 2024 Monthly Fee Statement [Docket No. 502] First Interim Fee Application [Docket No. 537] October 2024 Monthly Fee Statement [Docket No. 560] November 2024 Monthly Fee Statement [Docket No. 685]

¹ The Debtors are the following twelve entities (the last four digits of their respective taxpayer identification numbers, if any, follow in parentheses): Meier's Wine Cellars Acquisition, LLC (5557); California Cider Co., Inc. (0443); Girard Winery LLC (5076); Grove Acquisition, LLC (9465); Meier's Wine Cellars, Inc. (2300); Mildara Blass Inc. (1491); Sabotage Wine Company, LLC (8393); Splinter Group Napa, LLC (1417); Thames America Trading Company Ltd. (0696); Vinesse, LLC (3139); Vintage Wine Estates, Inc. (CA) (2279); and Vintage Wine Estates, Inc. (NV) (5902). The Debtors' noticing address in these chapter 11 cases is 205 Concourse Boulevard, Santa Rosa, California 95403.

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KATTEN MUCHIN ROSENMAN LLP AS COUNSEL TO
DEBTOR VINTAGE WINE ESTATES, INC., ON BEHALF OF AND AT THE
SOLE DIRECTION OF THE INDEPENDENT DIRECTORS, FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD OF DECEMBER 1, 2024 THROUGH DECEMBER 31, 2024**

Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), the *Order Authorizing the Employment and Retention of Katten Muchin Rosenman LLP as Counsel to Debtor Vintage Wine Estates, Inc. on Behalf of and at the Sole Direction of the Independent Directors*, entered on September 3, 2024 [Docket No. 254] (the “Retention Order”), and the *Order Granting Motion of Debtors and Debtors in Possession for Entry of an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 252] (the “Interim Compensation Order”), the law firm of Katten Muchin Rosenman LLP (“Katten”), counsel to

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debtor Vintage Wine Estates, Inc. (the “Debtor” and, together with its above-captioned affiliates, collectively, the “Debtors”), on behalf of and at the sole direction of its independent directors (the “Independent Directors”), hereby submits this *Fifth Monthly Fee Statement of Katten Muchin Rosenman LLP as Counsel to Debtor Vintage Wine Estates, Inc., on Behalf of and at the Sole Direction of the Independent Directors, For Services Rendered and Reimbursement of Expenses for the Period of December 1, 2024 Through December 31, 2024* (this “Monthly Fee Statement”) for (i) interim allowance of \$12,426.90 for the reasonable compensation for actual, necessary legal services Katten rendered to Debtor from December 1, 2024 through and including December 31, 2024 (the “Fee Period”); (ii) interim allowance and payment of compensation in the amount of \$4,153.60, which is equal to eighty percent (80%) of the total amount of reasonable compensation for actual, necessary legal services Katten rendered during the Fee Period; and (iii) interim allowance and payment of \$8,273.30, which is equal to one hundred percent (100%) of the actual, necessary expenses Katten incurred in connection with such services during the Fee Period.

Itemization of Services Rendered and Disbursements Incurred

1. In support of this Monthly Fee Statement, attached are the following exhibits:
 - **Exhibit A** is a schedule for the Fee Period of the number of hours expended and fees incurred (on an aggregate basis) by Katten partners, associates and paraprofessionals during the Fee Period with respect to each of the project categories Katten established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Katten incurred \$5,192 in fees during the Fee Period. Pursuant to this Monthly Fee Statement and the Interim Compensation Order, Katten seeks payment of eighty percent (80%) of such fees (\$4,153.60 in the aggregate).
 - **Exhibit B** is a schedule of Katten professionals, including the standard hourly rate for each professional who rendered services to Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services

provided during the Fee Period is \$1,175.67.² The blended hourly billing rate of paraprofessionals for all services provided during the Fee Period is \$555.³

- **Exhibit C** is a schedule for the Fee Period setting forth the total payment sought with respect to each category of expenses for which Katten is seeking payment in this Monthly Fee Statement. All of these disbursements comprise the requested sum for Katten's out-of-pocket expenses, which total \$8,273.30.
- **Exhibit D** includes the time records of Katten professionals, which provide a daily summary of the time spent by each Katten professional during the Fee Period and an itemization of expenses by project category.

Summary of Services by Matter Category

2. The services Katten rendered during the Fee Period can be grouped into the matter categories (the "Matter Categories") set forth below. A more detailed identification of the actual services Katten rendered during the Fee Period is set forth on **Exhibit D** attached hereto.

A. **Retention and Fee Applications [Matter No. 2]**

Fees: \$2,382.50 Total Hours: 3.50

3. This Matter Category includes time spent preparing monthly fee statements and interim fee applications in accordance with the Interim Compensation Order, including ensuring that privileged and confidential information is not disclosed.

B. **Hearings [Matter No. 19]**

Fees: \$2,809.50 Total Hours: 2.50

4. This Matter Category includes time spent on attending Bankruptcy Court hearings, with particular attention to issues related to the Independent Director's mandate.

² The blended hourly rate of \$1,175.67 for attorneys is derived by dividing the total fees for attorneys of \$3,527.00 by the total hours of 3.00 for those same attorneys.

³ The blended hourly rate of \$555 for paraprofessionals is derived by dividing the total fees for paraprofessionals of \$1,665.00 by the total hours of 3.00 for those same paraprofessionals.

Representations

5. Although every effort has been made to include all fees and expenses incurred during the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. Katten reserves the right to make further application to the Court for allowance of such fees and expenses not included herein in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Interim Compensation Order.

6. Pursuant to Bankruptcy Rule 2016(b), Katten has not shared, nor has Katten agreed to share, (a) any compensation it has received or may receive with another party or person other than with the partners, counsel, and associates of Katten, or (b) any compensation another person or party has received or may receive.

7. Katten respectfully submits that the services for which it seeks compensation in this Monthly Fee Statement were, at the time rendered, necessary for and beneficial to Debtors' estates. Katten further believes it performed these services for Debtors economically, effectively, and efficiently. Katten further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to Debtors.

8. To the best of Katten's knowledge, this Monthly Fee Statement complies with sections 330 and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, the Guidelines adopted by the Office of the United States Trustee, Local Rule 2016-2, and the Interim Compensation Order.

Notice

9. Notice of this Monthly Fee Statement will be provided in accordance with the Interim Compensation Order.

WHEREFORE, Katten, in connection with services rendered on behalf of the Debtor, at the sole direction of the Independent Directors, respectfully requests: (i) interim allowance of \$12,426.90 for reasonable compensation for actual, necessary legal services Katten rendered on behalf of Debtors during the Fee Period; (ii) interim allowance and payment of compensation in the amount of \$4,153.60, which is equal to eighty percent (80%) of the total amount of reasonable compensation for actual, necessary legal services Katten rendered during the Fee Period; and (iii) interim allowance and payment of \$8,273.30, which is equal to one hundred percent (100%) of the actual, necessary expenses Katten incurred in connection with such services during the Fee Period.

Dated: January 28, 2025

Respectfully submitted,

/s/ Cindi M. Giglio

Cindi M. Giglio (admitted *pro hac vice*)
Grace A. Thompson (admitted *pro hac vice*)
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*Attorneys for Vintage Wine Estates, Inc. on Behalf of
and at the Sole Direction of the Independent
Directors*

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VERIFICATION OF CINDI M. GIGLIO

I, Cindi M. Giglio, hereby declare the following under penalty of perjury:

1. I am a partner of the law firm of Katten Muchin Rosenman LLP (“Katten”), located at 50 Rockefeller Plaza, New York, NY 10020. I am the lead attorney from Katten working on the above-captioned chapter 11 cases (the “Chapter 11 Cases”). I am a member in good standing of the bar of the State of New York. There are no disciplinary proceedings pending against me.
2. I have personally performed legal services rendered by Katten as counsel to debtor Vintage Wine Estates, Inc. (the “Debtor” and, together with its above-captioned affiliates, collectively, the “Debtors”), on behalf of and at the sole direction of its independent directors (the “Independent Directors”), and am familiar with the work performed on behalf of the Independent Directors by the lawyers and other personnel at Katten.
3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information and belief.

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4. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: January 28, 2025

/s/ Cindi M. Giglio

Cindi M. Giglio
as Partner of Katten Muchin Rosenman LLP